

## ANTI-BRIBERY AND CORRUPTION POLICY

Cadoux Limited expects that its directors, officers, employees, agents, contractors and any other party representing Cadoux, wherever they are in the world, will act fairly, honestly, with integrity and in compliance with the law.

Bribery is the offering, promising, giving, accepting or soliciting of an advantage as an inducement for action which is illegal or a breach of trust. A bribe is an inducement or reward offered, promised or provided in order to gain any commercial, contractual, regulatory or personal advantage.

It is our policy to conduct all of our business in an honest and ethical manner. Cadoux takes a zero tolerance approach to bribery and corruption. Cadoux is committed to acting professionally, fairly and with integrity in all our business dealings and relationships wherever Cadoux operates and implementing and enforcing effective systems to counter bribery.

Cadoux will uphold all laws relevant to countering bribery and corruption in all the jurisdictions in which Cadoux operates. However, Cadoux remains bound by the laws in Australia in respect of our conduct both at home and abroad.

Bribery and corruption are punishable for individuals by up to ten years' imprisonment and a fine. If Cadoux is found to have taken part in corruption, Cadoux could face an unlimited fine, be excluded from tendering for public contracts and face damage to our reputation. Cadoux therefore takes its legal responsibilities very seriously.

### Scope

In this policy, third party means any individual or organisation you come into contact with during the course of your work for us, and includes actual and potential clients, customers, suppliers, distributors, business contacts, agents, advisers, and government and public bodies, including their advisors, representatives and officials, politicians and political parties.

This policy applies to all individuals working at all levels and grades, including senior managers, officers, directors, employees (whether permanent, fixed-term or temporary), consultants, contractors, trainees, seconded staff, homeworkers, casual workers and agency staff, volunteers, interns, agents, sponsors, or any other person associated with us, or any of our subsidiaries or their employees, wherever located (collectively referred to as employees in this policy).

This policy covers:

- Bribes;
- Gifts and hospitality;
- Facilitation payments;
- Political contributions;
- Charitable contributions.

### **Bribes**

Employees must not engage in any form of bribery, either directly or through any third party (such as an agent or distributor). Specifically, employees must not bribe a foreign public official anywhere in the world.

### **Gifts and hospitality**

Employees must not offer or give any gift or hospitality:

- which could be regarded as illegal or improper, or which violates the recipient's policies; or
- to any public employee or government officials or representatives, or politicians or political parties; or
- which exceeds \$100 in value for each individual gift or \$500 in value for each hospitality event (not to exceed a total value of \$1000 in any financial year), unless approved in writing by the employee's manager.

Employees may not accept any gift or hospitality from our business partners if:

- it exceeds \$100 in value for each individual gift or \$500 in value for each hospitality event (not to exceed a total of \$1000 in any financial year), unless approved in writing by the employee's manager; or
- it is in cash; or
- there is any suggestion that a return favour will be expected or implied.

Where a manager's approval is required above, if the manager is below Director's level then approval must be sought from an appropriate Director. If it is not appropriate to decline the offer of a gift, the gift may be accepted, provided it is then declared to the employee's manager and donated to charity.

Cadoux appreciates that the practice of giving business gifts varies between countries and regions and what may be normal and acceptable in one region may not be in another. The

test to be applied is whether in all the circumstances the gift or hospitality is reasonable and justifiable. The intention behind the gift should always be considered.

Within these parameters, local management may define specific guidelines and policies to reflect local professional and industry standards. Where this policy requires written approval to be given, the CFO shall put in place a process to maintain a register of all such approvals.

### **Facilitation payments and kickbacks**

Facilitation payments are a form of bribery made for the purpose of expediting or facilitating the performance of a public official for a routine governmental action, and not to obtain or retain business or any improper business advantage. Facilitation payments tend to be demanded by low level officials to obtain a level of service which one would normally be entitled to.

Our strict policy is that facilitation payments must not be paid. Cadoux recognises, however, that its employees may be faced with situations where there is a risk to the personal security of an employee or his/her family and where a facilitation payment is unavoidable, in which case the following steps must be taken:

- Keep any amount to the minimum;
- Create a record concerning the payment; and
- Report it to your line manager.

In order to achieve our aim of not making any facilitation payments, each business of the Company will keep a record of all payments made, which must be reported to the Company Secretary, in order to evaluate the business risk and to develop a strategy to minimise such payments in the future.

### **Political Contributions**

Cadoux does not make donations, whether in cash or kind, in support of any political parties or candidates, as this can be perceived as an attempt to gain an improper business advantage.

### **Charitable contributions**

Charitable support and donations are acceptable (and indeed are encouraged), whether of in-kind services, knowledge, time, or direct financial contributions. However, employees must be careful to ensure that charitable contributions are not used as a scheme to conceal bribery. Cadoux only makes charitable donations that are legal and ethical under local laws

and practices]. No donation must be offered or made without the prior approval of the CEO. All charitable contributions should be publicly disclosed.

### Reporting and protection

Suspected or actual breaches of this Policy should be reported to your supervisor through the incident reporting system or the Whistleblower Protection Officer. Employees who refuse to accept or offer a bribe, or those who raise concerns or report another's wrongdoing, are sometimes worried about possible repercussions. Cadoux aims to encourage openness and will support anyone who raises genuine concerns in good faith under this policy, even if they turn out to be mistaken.

Cadoux is committed to ensuring no one suffers any detrimental treatment as a result of refusing to take part in bribery or corruption, or because of reporting in good faith their suspicion that an actual or potential bribery or other corruption offence has taken place, or may take place in the future. Detrimental treatment includes dismissal, disciplinary action, threats or other unfavourable treatment connected with raising a concern. If you believe that you have suffered any such treatment, you should inform Colm Shevlin immediately. If the matter is not remedied, and you are an employee, you should raise it formally using the company's Grievance Procedure.

### Training and communication

Training on this policy forms part of the induction process for all new employees. All existing employees will receive regular, relevant training on how to implement and adhere to this policy. In addition, all employees will be asked to formally accept conformance to this policy on an annual basis.

Our zero-tolerance approach to bribery and corruption must be communicated to all suppliers, contractors and business partners at the outset of our business relationship with them and as appropriate thereafter.



---

**Roland Hill**

Chief Executive Officer

31 March 2024

---

**Date**

*Review Date: 31 March 2024*